

Of Counsel:
 ALSTON HUNT FLOYD & ING
 Attorneys At Law
 A Law Corporation

PAUL ALSTON 1126-0
 GLENN T. MELCHINGER 7135-0
 18th Floor, ASB Tower
 1001 Bishop Street
 Honolulu, Hawai'i 96813
 Telephone: (808) 524-1800
 Facsimile: (808) 524-4591
 Email: gtm@ahfi.com

FILED IN THE
 UNITED STATES DISTRICT COURT
 DISTRICT OF HAWAII

JUL 12 2005
 at 3 o'clock and 59 min. M
 SUE BEITIA, CLFRK

Attorneys for Plaintiff

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF HAWAII

SPORTS SHINKO (USA) CO., LTD., a Delaware corporation,)	CV 04-00126 ACK/BMK
Plaintiff,)	SECOND AMENDED COMPLAINT (KAUA'I); SUMMONS; CERTIFICATE OF SERVICE
vs.)	
KIAHUNA GOLF CLUB, LLC, a Hawai'i limited liability company;)	
KG KAUAI DEVELOPMENT, LLC, a Hawai'i limited liability company;)	
PUKALANI GOLF CLUB, LLC, a Hawai'i limited liability company;)	
KG MAUI DEVELOPMENT, LLC, a Hawai'i limited liability company;)	
MILILANI GOLF CLUB, LLC, a)	

ATTEST: A True Copy
 SUE BEITIA
 Clerk, United States District
 Court, District of Hawaii
 By  Deputy

Hawai`i limited liability company;)
 QK HOTEL, LLC, a Hawai`i)
 limited liability company; OR)
 HOTEL, LLC, a Hawai`i limited)
 liability company, and KG)
 HOLDINGS, LLC, a Hawai`i)
 limited liability company,)
 FRANKLIN K. MUKAI,)
)
 Defendants.)
 _____)

SECOND AMENDED COMPLAINT (KAUA`I)

Plaintiff SPORTS SHINKO (USA), CO., LTD.

("Plaintiff"), by and through its undersigned attorneys, alleges as follows:

PARTIES

1. Plaintiff is a Delaware corporation, and its principal place of business is not in Hawai`i. Plaintiff is the sole shareholder of Sports Shinko (Hawai`i) Co., Ltd. ("SSH"), a Hawai`i corporation, which owns all of the stock of the debtor, Sports Shinko (Kaua`i) Co., Ltd. ("DEBTOR").

3. Defendant KIAHUNA GOLF CLUB, LLC ("KGC"), is a Hawai`i limited liability company, with its

MACKINNON LLP, a Limited Liability Law Partnership ("M4"), an officer and/or director of SSH and DEBTOR, and an attorney and agent for DEBTOR. At all relevant times, MUKAI acted directly and through agents of M4.

JURISDICTION

12. This Court has jurisdiction over this action pursuant to 28 U.S.C. § 1332 because there is complete diversity between the parties and the amount in controversy exceeds \$75,000.00.

13. Venue is appropriate in this Court under 28 U.S.C. § 1391 because most of the events giving rise to Plaintiff's claims occurred in this district.

GENERAL ALLEGATIONS

14. Plaintiff is, and at all relevant times was, a creditor of DEBTOR.

15. At all relevant times, SATOSHI KINOSHITA ("SATOSHI"), TAKESHI KINOSHITA ("TAKESHI") and TOSHIO KINOSHITA ("TOSHIO") (collectively, the "Kinoshitas"), and TAKUYA TSUJIMOTO ("TSUJIMOTO"), YASUO NISHIDA